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DESOTO COUNTY, MS  
W.E. DAVIS, CH CLERK

 Prepared by and Return to:  
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Southaven, MS 38671  
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File No.: 01-100002

**GENERAL DURABLE POWER OF ATTORNEY**

KNOW ALL MEN BY THESE PRESENTS, that I, William Dwayne Carr of Horn Lake, Desoto County, Mississippi, have made, constituted and appointed and by these presents do make, constitute and appoint my brother, Marion Craig Carr, or my brother, Lynn Carr, as my true and lawful attorney-in-fact for me and in my name, place and stead, to demand, receive, collect and hold any and all monies, securities, personal and real property of any nature whatsoever belonging to me or in which I may have any interest; to deal generally and in all respect without restriction in and with any property of any nature whatsoever in which I may have any interest; including transferring of title and ownership; to carry bank accounts for me and in my name in such banks as my said attorney-in-fact may deem best and to make deposits of money belonging to me in such accounts and to endorse all checks, bonds and securities, whether from U. S. Treasury, or any other source, and disburse said monies on the signature of my said attorney-in-fact, for any purposes in connection with the personal needs, support, maintenance and medical attention of myself, in any such amounts and for such purposes and at such times as my said attorney-in-fact in his sole

unrestricted discretion and judgment may deem best; to make disbursements of monies belonging to me in such manner, at such times and for such purposes as my said attorney-in-fact may in his sole unrestricted discretion and judgment deem best for maintenance, upkeep, repair, sell or any other purposes in connection with any real estate or personal property owned by me; to operate, manage, control and lease any and all real estate owned by me or by me and any other person to the extent of my interest and to collect, demand and receive the rents, issues, incomes, and profits derived therefrom, and to exercise in all respects general control and supervision over any real estate belonging to me or to me and any other person to the extent of my interest; to exercise general supervision and control over any securities and other personal property of any nature whatsoever belonging to me and to collect dividends, profits or accruals therefrom and thereon, and to make sale and disposition of the same, all as my said attorney-in-fact may in his sole and unrestricted discretion and judgment deem best; to use generally any monies and property belonging to me in the proper support, maintenance, care and attention of myself, and as my said attorney-in-fact may in his sole unrestricted judgment and discretion deem best; to exercise in all respects as full management, control and powers with respect to all of my property, whether the same be real or personal, as I myself could do; to liquidate any assets of mine and to make such investment of any monies belonging to me as my said attorney-in-fact in his sole and unrestricted judgment and discretion may deem best; to demand, and receive, sue for and recover, any and all monies or rights of any nature whatsoever and from whatever source derived that may now be due to me or which may at any time hereafter become due, and to give in all respects proper receipts, releases and acquittances therefore, with no liability on the part of any obligor making payments to my attorney-in-fact to see to the application of the proceeds of such payments or collections, hereby giving and granting unto my said attorney-in-fact full power and authority to do and perform all and

every act and thing whatsoever requisite and necessary to be done in and about the premises as fully to all intents and purposes as I might or could do if personally present, with full power of substitution and revocation, hereby ratifying and confirming all that my said attorney-in-fact may do.

Marion Craig Carr and Lynn Carr may act independently of each other as attorney-in-fact and do not require counter-signatures.

This power of attorney shall not be affected by the subsequent disability or incompetence of the principal. That this Power of Attorney shall remain in full force and effect until such time as terminated by me in writing.

IN WITNESS WHEREOF, I have subscribed my name hereto this the 19 day of January, 2010.

  
William Dwayne Carr

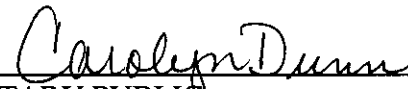
**STATE OF MISSISSIPPI  
COUNTY OF DESOTO**

This day personally appeared before me, the undersigned authority in and for said County and State the within named, William Dwayne Carr, who acknowledged that he signed and delivered the above and foregoing Power of Attorney as his free and voluntary act and deed and for the purposes therein expressed.

Given under my hand and official seal of office, this the 19<sup>th</sup> day of January, 2010.

My Commission Expires:



  
NOTARY PUBLIC